

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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GREGORY MORGENWECK,	:	No. 08 CV 2969 (BSJ) (RLE)
Plaintiff,	:	
	:	
-vs-	:	
	:	
VISION CAPITAL ADVISORS, LLC, VISION	:	
OPPORTUNITY CAPITAL MANAGEMENT,	:	
LLC, ADAM BENOWITZ and RANDOLPH	:	
COHEN	:	
	:	
Defendants.	:	
-----	X	
	:	
VISION CAPITAL ADVISORS, LLC and	:	
VISION OPPORTUNITY CAPITAL	:	
MANAGEMENT, LLC	:	
	:	
Counterclaim Plaintiffs,	:	
	:	
-vs-	:	
	:	
GREGORY MORGENWECK,	:	
	:	
Counterclaim Defendant.	:	
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**RULE 7.1 DISCLOSURE STATEMENT**

Pursuant to Rule 7.1 of the Federal Rules of Civil Procedure, and to enable Judges and Magistrate Judges of the Court to evaluate possible disqualification or recusal, the undersigned counsel states that defendants and counterclaim plaintiffs Vision Capital Advisors, LLC and Vision Opportunity Capital Management, LLC (private, non-governmental parties)

have no corporate parents and further states that no publicly held corporation owns more than 10% of Vision Capital Advisors, LLC or Vision Opportunity Capital Management, LLC.

Dated: New York, New York  
April 24, 2008

SCHULTE ROTH & ZABEL LLP

By: /s/ David K. Momborquette  
David K. Momborquette  
Michael P. Bradley

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plaintiffs Vision Capital Advisors, LLC and Vision  
Opportunity Capital Management, LLC*